

**MiFID II product governance / Retail investors, professional investors and ECPs target market** – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Securities, taking into account the five (5) categories referred to in item 18 of the Guidelines published by the European Securities and Markets Authority (**ESMA**) on 5 February 2018, has led to the conclusion that the target market for the Securities is eligible counterparties, professional clients and retail clients, each as defined in Directive 2014/65/EU (as amended, **MiFID II**). Any person subsequently offering, selling or recommending the Securities (a **Distributor**) should take into consideration the manufacturer's target market assessment; however, a Distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Securities (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels.

**PRIPs Regulation – PROHIBITION OF SALES TO EEA RETAIL INVESTORS WITHOUT KID** – The Securities are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (**EEA**) without an updated key information document required by Regulation (EU) No 1286/2014 (as amended, the **PRIPs Regulation**) for offering or selling the Securities or otherwise making them available to retail investors in the UK. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of MiFID II; (ii) a customer within the meaning of Directive (EU) 2016/97, as amended, where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in Regulation (EU) 2017/1129, as amended (the **Prospectus Regulation**).

**UK MiFIR product governance / Retail investors, professional investors and ECPs target market** – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Securities has led to the conclusion that the target market for the Securities is only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook (**COBS**), and professional clients, as defined in Regulation (EU) No 600/2014, as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (**EUWA**) (**UK MiFIR**), and retail clients, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of EUWA. Any person subsequently offering, selling or recommending the Securities (a **Distributor**) should take into consideration the manufacturer's target market assessment; however, a Distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook (the **UK MiFIR Product Governance Rules**) is responsible for undertaking its own target market assessment in respect of the Securities (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels.

**UK PRIIPs Regulation – PROHIBITION OF SALES TO UK RETAIL INVESTORS WITHOUT KID** – The Securities are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom (**UK**) without an updated key information document required by Regulation (EU) No 1286/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (**EUWA**) (as amended, the **UK PRIIPs Regulation**) for offering or selling the Securities or otherwise making them available to retail investors in the UK. For these purposes, a retail investor (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the EUWA; (ii) a customer within the meaning of the provisions of the FSMA and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the EUWA (the **UK Prospectus Regulation**).

#### **FINAL TERMS DATED 4 SEPTEMBER 2023**

**Issue of up to EUR 4,000,000 Share Linked Interest and Redemption Notes due October 2029**

**under the €50,000,000,000 Structured Debt Instruments Issuance Programme**

**by**

## CRÉDIT AGRICOLE CIB FS

Legal entity identifier (LEI): 969500HUHIE5GG515X42

guaranteed by CRÉDIT AGRICOLE CORPORATE AND INVESTMENT BANK

### PART A – CONTRACTUAL TERMS

This document constitutes the Final Terms of the Securities described herein for the purposes of the Prospectus Regulation and must be read in conjunction with the Base Prospectus dated 10 May 2023 which constitutes a base prospectus for the purposes of the Prospectus Regulation (the **Base Prospectus**) in order to obtain all the relevant information. The Base Prospectus is available for viewing on the Luxembourg Stock Exchange's website ([www.luxse.com](http://www.luxse.com)) and during normal business hours at the registered office of Crédit Agricole CIB and on its website (<https://www.documentation.ca-cib.com/IssuanceProgram>).

<b>1</b>	(a) Series Number:	8928
	(b) Type of Securities:	Notes
	(c) Tranche Number:	1
	(d) Date on which the Securities become fungible:	Not Applicable
<b>2</b>	Specified Currency	Euro ( <b>EUR</b> )
<b>3</b>	Aggregate Nominal Amount:	
	(a) Series:	Up to EUR 4,000,000
	(b) Tranche:	Up to EUR 4,000,000
<b>4</b>	Issue Price:	100.00% of the Aggregate Nominal Amount.
<b>5</b>	(a) Specified Denominations:	EUR 1,000 Calculation of Interest and Redemption based on the Specified Denomination: Applicable
	(b) Minimum Trading Size:	Not Applicable
	(c) Calculation Amount:	EUR 1,000
<b>6</b>	(a) Issue Date:	13 October 2023
	(b) Trade Date(s):	23 August 2023
	(c) Interest Commencement Date:	Issue Date
<b>7</b>	Redemption Date:	15 October 2029, subject to any early redemption date
<b>8</b>	Type of Securities:	
	(a) Interest:	<b>Share Linked Interest Security</b> (Further particulars specified below in "PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE")
	(b) Redemption:	<b>Share Linked Redemption Security</b>

(Further particulars specified below in "PROVISIONS RELATING TO REDEMPTION")

(c)	U.S. Securities:	Not Applicable
(d)	Other:	Not Applicable
(e)	Additional U.S. Regulatory Disclosure:	Not Applicable
(f)	Partly Paid Securities Provisions:	Not Applicable
<b>9</b>	Date Board approval for issuance of Securities obtained:	Authorisation given by the Board of Directors of Crédit Agricole CIB Financial Solutions dated 9 June 2023.
<b>10</b>	Method of distribution:	Non-syndicated
<b>11</b>	Asset Conditions:	<b>Share Linked Asset Conditions applicable in accordance with Annex 1</b>
<b>12</b>	Alternative Currency Conditions:	Not Applicable

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

<b>13</b>	Fixed Rate Security:	Not Applicable
<b>14</b>	Floating Rate Security:	Not Applicable
<b>15</b>	Linked Interest Security:	<b>Applicable – Share Linked Interest Security</b> (See paragraph “PROVISIONS RELATING TO THE UNDERLYING(S) IF ANY” for further information in relation to the Underlying(s))
(a)	Applicable to:	All Interest Accrual Periods
(b)	Interest Payment Date(s):	On the Interest Payment Date, specified in the table set out in paragraph 15(d) below
(c)	Interest Period Dates:	Not Applicable
(d)	Interest Determination Date(s):	In relation to an Interest Payment Date, the corresponding Interest Observation Date as specified in the table below:

<b>t</b>	<b>Interest Observation Date</b>	<b>Interest Payment Date</b>	<b>IB</b>	<b>Fixed Rate</b> (a percentage as determined by the Calculation Agent on or around the Trade Date based on market conditions and which is specified in a notice to be published by the Issuer on or around the Issue Date).
1	08/04/2024	15/04/2024	70.00%	As of the date of these Final Terms, Fixed Rate is indicatively set at 6.00% but may be a lesser or greater amount, provided that it will not be less than 5.00%
2	07/10/2024	14/10/2024	70.00%	As of the date of these Final Terms, Fixed Rate is indicatively set at 6.00% but may be a lesser or greater amount, provided that it will not be less than 5.00%
3	07/04/2025	14/04/2025	70.00%	As of the date of these Final Terms, Fixed Rate is indicatively set at 6.00% but may be a lesser or greater amount, provided that it will not be less than 5.00%
4	06/10/2025	13/10/2025	70.00%	As of the date of these Final Terms, Fixed Rate is indicatively set at 6.00% but may be a lesser or greater amount, provided that it will not be less than 5.00%

5	07/04/2026	14/04/2026	70.00%	As of the date of these Final Terms, Fixed Rate is indicatively set at 6.00% but may be a lesser or greater amount, provided that it will not be less than 5.00%
6	06/10/2026	13/10/2026	70.00%	As of the date of these Final Terms, Fixed Rate is indicatively set at 6.00% but may be a lesser or greater amount, provided that it will not be less than 5.00%
7	06/04/2027	13/04/2027	70.00%	As of the date of these Final Terms, Fixed Rate is indicatively set at 6.00% but may be a lesser or greater amount, provided that it will not be less than 5.00%
8	06/10/2027	13/10/2027	70.00%	As of the date of these Final Terms, Fixed Rate is indicatively set at 6.00% but may be a lesser or greater amount, provided that it will not be less than 5.00%
9	06/04/2028	13/04/2028	70.00%	As of the date of these Final Terms, Fixed Rate is indicatively set at 6.00% but may be a lesser or greater amount, provided that it will not be less than 5.00%
10	06/10/2028	13/10/2028	70.00%	As of the date of these Final Terms, Fixed Rate is indicatively set at 6.00% but may be a lesser or greater amount, provided that it will not be less than 5.00%
11	06/04/2029	13/04/2029	70.00%	As of the date of these Final Terms, Fixed Rate is indicatively set at 6.00% but may be a lesser or greater amount, provided that it will not be less than 5.00%
12	08/10/2029	15/10/2029	70.00%	As of the date of these Final Terms, Fixed Rate is indicatively set at 6.00% but may be a lesser or greater amount, provided that it will not be less than 5.00%

(e)	Business Day Convention for the purposes of adjustment of "Interest Accrual Periods" in accordance with sub-paragraph (h) below:	Not Applicable
(f)	Additional Business Centres:	Not Applicable
(g)	Day Count Fraction:	Not Applicable
(h)	Interest Accrual Periods:	Interest Accrual Periods will be unadjusted
(i)	Determination Date(s):	Not Applicable
(j)	Calculation Agent responsible for calculating the Linked Interest Rate and the Interest Amount:	Crédit Agricole Corporate and Investment Bank
(k)	Combination Interest Payoff Provisions:	Not Applicable
(l)	<b>Standard Interest Payoff Provisions:</b>	<b>Applicable</b>
	(i) Standard Memory Digital/ Performance Interest:	<b>Applicable in accordance with Annex 5, Part A, Chapter 15</b>

The Linked Interest Rate applicable to an Interest Accrual Period for Securities for which **Standard Memory Digital/Performance Interest** is applicable for such Interest Accrual Period will be calculated as follows, expressed as a percentage:

- i. if the Performance\_I is higher than or equal to IB on the relevant Interest Observation Date:

$$\sum_{t=m+1}^M \text{Fixed Rate (t)}$$

- ii. otherwise, the Linked Interest Rate will be **0.00 %**.

- Performance\_I: **Worst of Performance**, being the result of the following formula, expressed as a percentage:

$$\text{Min}_i^N \text{Performance}(i)$$

With, N means the total number of Underlying(i).

- Performance(i): Option 1 applies:

$$\frac{\text{Underlying Value}_{i1}}{\text{Underlying Value}_{i1}}$$

- Fixed Rate(t): Means the relevant Fixed Rate set out in paragraph 15(d) of these Final Terms
- IB (**Interest Barrier**): In relation to an Interest Observation Date, the corresponding percentage specified in the table in paragraph 15(d) of these Final Terms above
- Initial Observation Date: 6 October 2023
- Interest Observation Date(s): Means each Interest Observation Date set out in paragraph 15(d) of these Final Terms
- m: Means the number “t” of the last Interest Payment Date on which an Interest Amount has been paid. If no Interest Amount has been paid prior to the current Interest Payment Date, the value of “n” will be equal to zero (0)
- M: Means the number “t” of the current Interest Payment Date
- Underlying Value<sub>i1</sub>: Underlying Value on the Initial Observation Date
- Underlying Value<sub>i1</sub>: Underlying Value on the relevant Interest Observation Date
- Underlying: Share: see further information set out in paragraph “INFORMATION ON THE UNDERLYING(S) IF ANY” below

i :	Underlying:	Underlying Value <sub>i1</sub> :	Underlying Value <sub>i1</sub> :	Weight(i)
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1	<b>FORTUM OYJ</b> (with further information set out in paragraph “INFORMATION ON THE UNDERLYING(S) IF ANY”)	Underlying Value on the Initial Observation Date	Underlying Value on the relevant Interest Observation Date	Not Applicable
2	<b>KONE OYJ-B</b> (with further information set out in paragraph “INFORMATION ON THE UNDERLYING(S) IF ANY”)	Underlying Value on the Initial Observation Date	Underlying Value on the relevant Interest Observation Date	Not Applicable

(m) Universal Leverage: Not Applicable

(n) Universal Margin: Not Applicable

16 Zero Coupon Security: Not Applicable

**PAYOFF FEATURES (IF ANY) RELATING TO INTEREST**

17 **Payoff Features:** Not Applicable

**PROVISIONS RELATING TO REDEMPTION**

18 **Redemption Determination Date(s):** For the purposes of determining the Final Redemption Amount, the Redemption Observation Date

(see also paragraph 19(b) of these Final Terms)

For the purposes of determining an Automatic Early Redemption Amount, the Automatic Early Redemption Observation Date on which the Automatic Early Redemption Trigger Event occurs

(see also paragraph 19(a) of these Final Terms)

19 **Redemption Method:**

(a) Early Redemption Amount for the purposes of General Condition 6.2 (*Early Redemption Trigger Events*) determined in accordance with:

**Standard Redemption in accordance with Annex 9, Paragraph 2**

The Automatic Early Redemption Amount will be equal to:

***Reference Price x Nominal Amount***

as determined by the Calculation Agent on the Redemption Determination Date

- i. Redemption Payoff: Not Applicable
- ii. Redemption Unwind Costs: Not Applicable
- iii. Reference Price:

In relation to an Automatic Early Redemption Observation Date, the corresponding percentage specified in the table below:

t	Automatic Early Redemption Observation Date	Automatic Early Redemption Date	ERB	Reference Price
2	07/10/2024	14/10/2024	100.00%	100.0000%
3	07/04/2025	14/04/2025	100.00%	100.0000%
4	06/10/2025	13/10/2025	100.00%	100.0000%
5	07/04/2026	14/04/2026	100.00%	100.0000%
6	06/10/2026	13/10/2026	100.00%	100.0000%
7	06/04/2027	13/04/2027	100.00%	100.0000%
8	06/10/2027	13/10/2027	100.00%	100.0000%
9	06/04/2028	13/04/2028	100.00%	100.0000%
10	06/10/2028	13/10/2028	100.00%	100.0000%
11	06/04/2029	13/04/2029	100.00%	100.0000%

- iv. Early Redemption Trigger Event(s): **Applicable**  
Applicable as per Automatic Early Redemption Trigger (Annex 8, Chapter 7)
- Automatic Early Redemption Event: Option 1: Performance\_ER higher than or equal to the relevant ERB on at least one Automatic Early Redemption Observation Date
  - ERB (**Early Redemption Barrier**): In respect of an Automatic Early Redemption Observation Date, the corresponding percentage as specified in the table above
  - Automatic Early Redemption Date(s): In respect of each Automatic Early Redemption Observation Date, the corresponding Automatic Early Redemption Date as specified in the table above
  - Initial Observation Date: 6 October 2023
  - Automatic Early Redemption Observation Date(s): Means each Automatic Early Redemption Observation Date as specified in the table above
  - Automatic Early Redemption Observation Period: Not Applicable
  - Performance\_ER: **Worst of Performance**, being the result of the following formula, expressed as a percentage:
- $$\text{Min}_i^N \text{Performance}(i)$$
- With, N means the total number of Underlying(i).
- Performance(i): Option 1 applies:

$$\frac{\text{Underlying Value}_i}{\text{Underlying Value}_{i1}}$$

i :	Underlying(i):	Underlying Value <sub>i1</sub> :	Underlying Value <sub>i2</sub> :	Weight(i)
1	<b>FORTUM OYJ</b> (with further information set out in paragraph "INFORMATION ON THE UNDERLYING(S) IF ANY")	Underlying Value on the Initial Observation Date	Underlying Value on the relevant Automatic Early Redemption Observation Date	Not Applicable
2	<b>KONE OYJ-B</b> (with further information set out in	Underlying Value on the Initial Observation Date	Underlying Value on the relevant Automatic	Not Applicable

	paragraph "INFORMATION ON THE UNDERLYING(S) IF ANY")		Early Redemption Observation Date	
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- (b) Final Redemption Amount for the purposes of General Condition 6.1 (*Redemption by Instalments and Final Redemption*) determined in accordance with:
- Growth Redemption in accordance with Annex 9, Paragraph 4**
- The Final Redemption Amount will be equal to:
- (Reference Price x Redemption Payoff) x Nominal Amount*
- as determined by the Calculation Agent on the Redemption Determination Date
- i. Redemption Payoff:
- A. Combination Redemption Payoff Provisions: Not Applicable
- B. Standard Redemption Payoff Provisions: Applicable
- I. Standard Digital/Performance Redemption:**
- Applicable in accordance with Annex 5, Part B, Chapter 6 Applicable: Specified Dates
- The Redemption Payoff applicable to a Redemption Determination Date for Securities for which **Standard Digital/Performance Redemption** is applicable will be calculated on such Redemption Determination Date as follows, expressed as a percentage:
- (i) if **Performance\_FR** is higher than or equal to **FRB1** on the Redemption Observation Date: 100.00%
- (ii) otherwise: **Performance\_RA**
- **FRB1:** 70.00%
- **Performance\_ER:** **Worst of Performance**, being the result of the following formula, expressed as a percentage:
- $\text{Min}_i^N \text{Performance}(i)$**
- **Performance\_RA:** **Performance\_FR**
- **Performance(i):** Option 1 applies:
- $\frac{\text{Underlying Value}_{2i}}{\text{Underlying Value}_{1i}}$**
- **Initial Observation Date:** 6 October 2023
- **Redemption Observation Date:** 8 October 2029



i :	Underlying(i):	Underlying Value <sub>i1</sub> :	Underlying Value <sub>i2</sub> :	Weight(i)
1	<b>FORTUM OYJ</b> (with further information set out in paragraph “INFORMATION ON THE UNDERLYING(S) IF ANY”)	Underlying Value on the Initial Observation Date	Underlying Value on the Redemption Observation Date	Not Applicable
2	<b>KONE OYJ-B</b> (with further information set out in paragraph “INFORMATION ON THE UNDERLYING(S) IF ANY”)	Underlying Value on the Initial Observation Date	Underlying Value on the Redemption Observation Date	Not Applicable

	ii. Redemption Unwind	Not Applicable	Costs:
	iii. Payoff Feature Unwind	Not Applicable	Costs:
	iv. Reference Price:	100%	
(c)	Fair Market Value Redemption Amount:	Applicable	
	i. Hedge Amount:	Applicable	
	ii. Fair Market Value Redemption Amount Percentage:	Not Applicable	
(d)	Instalment Redemption Amount determined in accordance with:	Not Applicable	
(e)	Physical Settlement:	Not Applicable	
(f)	Clean-up Call Option (General Condition 6.7 ( <i>Clean-up Call Option</i> )):	Not Applicable	
20	Instalment Securities:	Not Applicable	
21	Credit Linked Securities:	Not Applicable	
22	Bond Linked Securities:	Not Applicable	
23	Preference Share Linked Securities:	Not Applicable	
24	<b>Linked Redemption Security:</b>	<b>Applicable – Share Linked Redemption Security</b> (See paragraph “PROVISIONS RELATING TO THE UNDERLYING(S) IF ANY” for further information in relation to the Underlying(s))	
<b>PAYOFF FEATURES (IF ANY) RELATING TO REDEMPTION</b>			
25	Payoff Features:	Not Applicable	
26	<b>PROVISIONS RELATING TO THE UNDERLYING(S) IF ANY</b>		
	Applicable		
	<b>Share Linked Security:</b>	<b>Share Linked Interest and Redemption Security:</b>	<b>Applicable in accordance with Annex 1, Chapter 7</b>

- i. Single Underlying: Not Applicable
- ii. Basket: **Applicable**
  - Basket: i
  - Scheduled Trading Day: Scheduled Trading Day (All Shares Basis)
  - Exchange Business Day: Exchange Business Day (All Shares Basis)
  - Applicable for the purposes of: Standard Interest Payoff: **Standard Memory Digital/ Performance Interest**  
Standard Redemption Payoff: **Standard Digital/ Performance Redemption**  
Automatic Early Redemption Trigger: **Automatic Early Redemption Event**

Underlying:	Share:	Number of Shares:	Exchange:	Related Exchange:	Valuation Time:	Depository Receipts:	Weighting:
1	<b>FORTUM OYJ;</b> ISIN Code: FI0009007132; Bloomberg Ticker: FORTUM FH	Not Applicable	NASDAQ HELSINKI LTD	All Exchanges	Closing	Not Applicable	Not Applicable
2	<b>KONE OYJ-B;</b> ISIN Code: FI0009013403; Bloomberg Ticker: KNEBV FH	Not Applicable	NASDAQ HELSINKI LTD	All Exchanges	Closing	Not Applicable	Not Applicable

- iii. Additional Disruption Event: Applicable in accordance with Share Linked Asset Condition 3.3
- iv. Other Events: Applicable
- v. Maximum Days of Disruption: Eight (8) Scheduled Trading Days
- vi. Payment Extension Days: Two (2) Payment Business Days
- vii. Averaging Date Disruption: Not Applicable
- viii. Observation Date(s): The Initial Observation Date, the Redemption Observation Date, each Interest Observation Date and each Automatic Early Redemption Observation Date
- ix. Physical Settlement: Not Applicable

#### PROVISIONS APPLICABLE TO SECURED SECURITIES

- 27 Secured Security Provisions: Not Applicable

#### GENERAL PROVISIONS APPLICABLE TO THE SECURITIES

- 28 (a) Form: Bearer Form:  
Temporary Bearer Global Security exchangeable for a Permanent Bearer Global Security which is exchangeable for Definitive Bearer Securities only upon an Exchange Event
- (b) Notes in New Global Note form (NGN Notes) or Certificates in New Global Note form (NGN

**Certificates):**

	(c) CMU Securities:	Not Applicable
<b>29</b>	Business Day Convention for the purposes of "Payment Business Day" election in accordance with General Condition 5.6 ( <i>Payment Business Day</i> ):	Following Payment Business Day
<b>30</b>	Additional Financial Centre(s):	T2
<b>31</b>	Additional Business Centre(s):	Not Applicable
<b>32</b>	Talons for future Coupons or Receipts to be attached to Definitive Bearer Securities and dates on which such Talons mature:	No
<b>33</b>	Redenomination (for the purposes of General Condition 3.1):	Not Applicable
<b>34</b>	(a) Redemption for tax reasons (General Condition 6.3 ( <i>Redemption for tax reasons</i> )):	Not Applicable
	(b) Special Tax Redemption (General Condition 6.4 ( <i>Special Tax Redemption</i> )):	Not Applicable
	(c) Redemption for FATCA Withholding (General Condition 6.5 ( <i>Redemption for FATCA Withholding</i> )):	Applicable
	(d) Regulatory Redemption or Compulsory Resales (General Condition 6.6 ( <i>Regulatory Redemption or Compulsory Resales</i> )):	Applicable
	(e) Events of Default (General Condition 10 ( <i>Events of Default</i> )):	Applicable
	(f) Illegality and Force Majeure (General Condition 19.1 ( <i>Illegality and Force Majeure</i> )):	Applicable
<b>35</b>	Gross Up (General Condition 8.2 ( <i>Gross Up</i> )):	Not Applicable
<b>36</b>	Calculation Agent:	Crédit Agricole Corporate and Investment Bank
<b>37</b>	Delivery Agent:	Not Applicable
<b>38</b>	Governing Law:	English law
	Governing Law for the Guarantee:	English law
<b>39</b>	Essential Trigger:	Not Applicable
<b>40</b>	Business Day Convention:	Following Business Day Convention

41 Benchmark Provisions: Applicable as per the relevant Additional Conditions applicable to the Securities

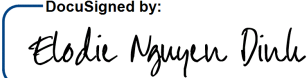
**OPERATIONAL INFORMATION**

42 Branch of Account for the purposes of General Condition 5.5 (*General provisions applicable to payments*): Not Applicable

**THIRD PARTY INFORMATION**

Not Applicable

Signed on behalf of the Issuer:

By  DocuSigned by:  
Elodie Nguyen Dinh  
Duly authorised 99C8043B41D84A2...

## PART B – OTHER INFORMATION

### 1 LISTING AND ADMISSION TO TRADING

- (a) Listing and admission to trading: Application has been made by the relevant Issuer (or on its behalf) for the Securities to be admitted to trading on the Regulated Unofficial Market (Freiverkehr) of the Baden-Württembergische Wertpapierbörse GmbH (Boerse Stuttgart) with effect from or as soon as practicable on or after the Issue Date.
- (b) Estimate of total expenses related to admission to trading: See paragraph 4(c) of this Part B

### 2 RATINGS

Ratings: The Securities to be issued have not been rated

### 3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save as discussed in “Subscription and Sale” in the Base Prospectus and save for any fees that may be payable to the Dealer and/or any distributor in connection with the issue of Securities (as the case may be, as described in paragraph 6(d) below), so far as the Issuer is aware, no person involved in the issue of the Securities has an interest material to the offer.

### 4 REASONS FOR THE OFFER AND ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- (a) Reasons for the offer: See **Use of Proceeds** wording in Base Prospectus
- (b) Estimated net proceeds: Issue Price x Aggregate Nominal Amount of the Notes less distribution commissions mentioned in paragraph 6(d) of this Part B
- (c) Estimated total expenses: EUR 250 including listing costs and excluding regulatory fees where applicable

### 5 PERFORMANCE OF UNDERLYING AND OTHER INFORMATION CONCERNING THE UNDERLYING

Underlying: Where past and future performance of the Underlying can be obtained from, free of charge:

Shares:

FORTUM OYJ : Bloomberg Ticker: FORTUM FH ; ISIN Code: FI0009007132

KONE OYJ-B : Bloomberg Ticker: KNEBV FH ; ISIN Code: FI0009013403

#### Post-issuance information

The Issuer does not intend to publish post-issuance information in relation to any underlying element to which the Securities are linked.

### 6 DISTRIBUTION

- (a) Method of distribution: Non-syndicated
- (b) If syndicated: Not Applicable

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|--|--|
| (c) If non-syndicated, name and address of Dealer:   | Crédit Agricole Corporate and Investment Bank<br>12, place des États-Unis<br>CS 70052<br>92 547 Montrouge Cedex<br>France  |
| (d) Indication of the overall amount of the underwriting commission and of the placing commission: | The Distributor(s) (as defined in paragraph 9 of this Part B) will receive a distribution commission embedded in the Issue Price of the Notes equal to a maximum amount of 5.00% of the aggregate nominal amount of the Notes. |
| (e) U.S. Selling Restrictions:   | To a Permitted Transferee outside the United States in accordance with Regulation S<br><br>Securities in Bearer Form - TEFRA D   |
| (f) Prohibition of Sales to EEA Retail Investors:  | Not Applicable   |
| (g) Prohibition of Sales to UK Retail Investors:   | Not Applicable   |
| (h) Prohibition of Sales to Belgian Consumers:   | Applicable   |
| (i) Prohibition of Offer to Private Clients in Switzerland:  | Not Applicable   |
| (j) U.S. Dividend Equivalent Withholding:  | The Securities are not subject to withholding under the Section 871(m) Regulations   |
| (k) Swiss Non-exempt Offer:  | Not Applicable   |

## **7 OPERATIONAL INFORMATION**

- |  |  |
|--|--|
| (a) ISIN:  | XS2583064576   |
| (b) Temporary ISIN:  | Not Applicable   |
| (c) Common Code:   | 258306457  |
| (d) VALOREN Code:  | Not Applicable   |
| (e) Other applicable security identification number:   | Not Applicable   |
| (f) Relevant clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking, S.A. and the relevant identification number(s): | Not Applicable   |
| (g) Delivery:  | Delivery against payment   |
| (h) Names and addresses of additional Paying Agent(s) (if any):  | Not Applicable   |
| (i) Securities intended to be held in a manner which would allow Eurosystem eligibility:   | No.<br><br>Whilst the designation is specified as "no" at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Securities are capable of meeting them, the Securities may then be deposited with one |

of the ICSDs as common safekeeper. Note that this does not necessarily mean that the Securities will then be recognised as eligible collateral for Eurosystem monetary policy and intraday credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

## 8 BENCHMARKS REGULATION

Benchmarks Regulation: Article 29(2) Not Applicable  
statement on benchmarks:

## 9 TERMS AND CONDITIONS OF THE OFFER

- (a) Offer Price: Issue Price
- (b) Conditions to which the offer is subject: The offer of the Notes is conditional on their issue.  
The Issuer reserves the right, in its absolute discretion, to cancel the offer and the issue of the Notes at any time prior to the Issue Date.  
The Issuer shall publish a notice on its website (<http://www.documentation.ca-cib.com/IssuanceProgram>) in the event that the offer is cancelled and the Notes are not issued pursuant to the above.  
For the avoidance of doubt, if any application has been made by a potential investor and the Issuer exercises its right to cancel the offer, such potential investor shall not be entitled to receive any Notes.
- (c) Total amount of the securities offered to the public/admitted to trading; if the amount is not fixed, an indication of the maximum amount of the securities to be offered (if available) and a description of the arrangements and time for announcing to the public the definitive amount of the offer: The total amount of the securities offered to the public is up to EUR 4,000,000.  
The definitive amount of the offer will be published on the website of the Issuer (<http://www.documentation.ca-cib.com/IssuanceProgram>) on or around the Issue Date.
- (d) The time period, including any possible amendments, during which the offer will be open and description of the application process: Prospective investors may apply to subscribe for Notes during the Offer Period.  
The Offer Period may be shortened or extended at any time and for any reason. In such case, the Issuer shall give notice to the investors as soon as practicable before the end of the Offer Period by means of a notice published on its website (<http://www.documentation.ca-cib.com/IssuanceProgram>).  
Applications for the Notes can be made during the Offer Period through the Distributor(s). The applications can be made in accordance with the Distributor(s) usual procedures. Prospective investors will not be required to enter into any contractual arrangements directly with the Issuer or the Dealer



related to the subscription for the Notes.

A prospective investor should contact the Distributor(s) prior to the end of the Offer Period. A prospective investor will subscribe for Notes in accordance with the arrangements agreed with the Distributor(s) relating to the subscription of securities generally. There are no pre-identified allotment criteria. The Distributor(s) will adopt allotment criteria that ensure equal treatment of prospective investors. All of the Notes requested through the Distributor(s) during the Offer Period will be as otherwise specified herein.

- |  |   |
|--|---|
| (e) Description of the possibility to reduce subscriptions and manner for refunding amounts paid in excess by applicants:                        | Not Applicable<br>The Distributor(s), in agreement with the Issuer, reserves the right to accept any subscription requests for Notes which would exceed the "up to" Aggregate Nominal Amount of up to EUR 4,000,000 and the Issuer may increase that Aggregate Nominal Amount.<br>The Issuer shall publish a notice on its website ( <a href="http://www.documentation.cacib.com/IssuanceProgram">http://www.documentation.cacib.com/IssuanceProgram</a> ) in the event that the "up to" Aggregate Nominal Amount of up to EUR 4,000,000 is exceeded and the "up to" Aggregate Nominal Amount is increased. |
| (f) Details of the minimum and/or maximum amount of the application (whether in number of securities or aggregate amount to invest):             | There is no maximum amount of application.<br>Minimum amount of application is EUR 1,000  |
| (g) Details of the method and time limits for paying up and delivering the Securities:   | The Notes will be available on a delivery versus payment basis.<br>The Notes offered to investors will be issued on the Issue Date against payment by the Distributor(s), via the Dealer, to the Issuer of the gross subscription moneys. Each such investor will be notified by the Distributor(s) of the settlement arrangements in respect of the Notes at the time of such investor's application.  |
| (h) A full description of the manner in and date on which results of the offer are to be made public:  | The definitive amount of the offer will be published on the website of the Issuer ( <a href="http://www.documentation.cacib.com/IssuanceProgram">http://www.documentation.cacib.com/IssuanceProgram</a> ) on or around the Issue Date   |
| (i) Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised: | Not Applicable  |
| (j) The various categories of potential investors to which the securities are offered:   | The Notes are offered to the public to eligible counterparties, professional client and retail Investors  |
| (k) Whether a tranche has been or is being reserved for certain countries, indicate any such tranche:  | Not Applicable  |

- (l) Process for notifying applicants of the amount allotted and an indication whether dealing may begin before notification is made: Applicants will be notified directly by the Distributor(s) of the success of their application. Dealing in the Notes may commence on the Issue Date.
- (m) Indication of the amount of any expenses and taxes charged to the subscriber or purchaser: See paragraph 6(d) above.  
Responsibility for any tax implications of investing in these Notes rests entirely with the subscriber or purchaser.
- (n) In the case of admission to trading on a regulated market, the name and address of the entities which have a firm commitment to act as intermediaries in secondary trading, providing liquidity through bid and offer rates and description of the main terms of their commitments: Not Applicable
- (o) Non-Exempt Offer Consent of the Issuer to use the Base Prospectus during the Offer Period: Applicable. An offer of the Securities may be made by the Dealers and ALEXANDRIA GROUP OYJ (the **Initial Authorised Offeror(s)**) and any additional financial intermediaries who have obtained or obtain the Issuer's specific consent to use the Base Prospectus in connection with the Non-exempt Offer and who are identified on the website at <http://www.documentation.ca-cib.com/IssuanceProgram> (the **Additional Authorised Offeror**) and each additional financial intermediaries who has accepted the Issuer's offer of general consent to use the Base Prospectus in connection with the Non-exempt Offer by publishing on such additional financial intermediary's website or the website of Initial Authorised Offeror(s) (if any) that it is using the Base Prospectus for such Non-exempt Offer in accordance with the general consent of the Issuer (the **General Authorised Offer**) (together, the **Authorised Offerors**) other than pursuant to Articles 1(4) and/or 3(2) of the Prospectus Regulation in Finland (the **Non-Exempt Offer Jurisdiction**) during the period from 4 September 2023 until 29 September 2023 (the **Offer Period**).
- (p) Conditions attached to the consent of the relevant Issuer to use the Base Prospectus: Specific Consent and General Consent
- (q) Authorised Offeror(s): ALEXANDRIA GROUP OYJ  
Etela Esplanadi 22 A, Helsinki 00130, Finland  
(the **Initial Authorised Offeror(s)**)  
and  
Any Additional Authorised Offeror  
and  
Any General Authorised Offeror.

(r)	Other conditions to consent:	Not Applicable
<b>10</b>	<b>REPRESENTATION OF HOLDERS</b>	Not Applicable

## ANNEX A – ISSUE SPECIFIC SUMMARY

### 1. INTRODUCTION AND DISCLAIMERS

Crédit Agricole CIB Financial Solutions (**Crédit Agricole CIB FS** or the **Issuer**) is a limited liability company with a board of directors whose registered office is located at 12, place des États-Unis, CS 70052, 92 547 Montrouge Cedex, France. The Legal Entity Identifier (LEI) of the Issuer is: 969500HUHIE5GG515X42.

The debt securities (the **Notes**) issued by the Issuer are structured notes whose return depends on the performance of a share included in a basket of shares. The Notes are identified by the ISIN Code XS2583064576.

This document constitutes the Summary to the Prospectus (the **Summary**) for the purpose of Regulation (EU) 2017/1129, as amended (the **Prospectus Regulation**) and must be read in conjunction with:

- the base prospectus dated 10 May 2023 approved by the CSSF in Luxembourg, 283 route d'Arlon L-1150 Luxembourg, email: direction@cssf.lu, as competent authority under the Prospectus Regulation (the **Base Prospectus**) completed by

- the Final Terms dated 4 September 2023 (the **Final Terms**),

which together constitute a prospectus for the purposes of the Prospectus Regulation containing the necessary information concerning the issuer and the securities offered to the public or to be admitted to trading on a regulated market (the **Prospectus**).

Full information on the Issuer, the Guarantor, and the offer of the Notes is only available on the basis of the combination of the Base Prospectus and the Final Terms.

#### **Warning to the reader**

This summary should be read as an introduction to the Prospectus. Any decision to invest in the Notes should be based on a thorough review of the Prospectus as a whole, including the Base Prospectus, any documents incorporated by reference thereto, any supplement from time to time and the Final Terms, by the investor.

An investor may lose all or part of the capital invested in the Notes issued by the Issuer. Where an action relating to the information contained in the Prospectus is brought before a court, the plaintiff investor may, under national law, be required to bear the costs of translation of the Prospectus before the commencement of the legal proceedings.

Civil liability will only be sought from the persons who filed the Summary, including any translation thereof, but only if the contents of the Summary are found to be misleading, inaccurate or inconsistent when read together with other parts of the Prospectus or if it does not provide, when read together with the other parts of the Prospectus, key information to assist investors when considering investing in such Notes.

*You are about to buy a product that is not simple and can be difficult to understand.*

### 2. KEY INFORMATION ABOUT THE ISSUER

#### 2.1 Who is the issuer of the securities?

Crédit Agricole CIB FS is a limited liability company incorporated on 30 December 2003 under the laws of the Republic of France as a “*société anonyme*” governed by a board of directors registered at the *Registre du Commerce et des Sociétés de Nanterre* under the reference SIRET 45142804900014 and having its registered office is located at 12, place des États-Unis, CS 70052, 92 547 Montrouge Cedex, France. Its legal entity identifier (LEI) is 969500HUHIE5GG515X42.

#### A. Principal activities

Crédit Agricole CIB FS pursues the activity of issuing debt securities.

#### B. Organisational Structure / Major shareholders

Crédit Agricole Corporate and Investment Bank (**Crédit Agricole CIB**) and its consolidated subsidiaries taken as a whole (**Crédit Agricole CIB Group**) includes Crédit Agricole CIB FS, which is a consolidated subsidiary of Crédit Agricole CIB. Crédit Agricole CIB FS has no subsidiaries. Crédit Agricole CIB, société anonyme incorporated in France, is the immediate parent company of Crédit Agricole CIB FS with a 99.80 per cent. share participation and therefore controls Crédit Agricole CIB FS.

#### C. Key executives

The Chairman and Chief Executive Officer of the Issuer is Christine CREMEL.

#### D. Statutory Auditors

The statutory auditor of Crédit Agricole CIB FS is PricewaterhouseCoopers Audit, 63 rue de Villiers, 92200 Neuilly sur Seine, France, which is a member of the *Compagnie régionale des commissaires aux comptes de Versailles*.

The deputy statutory auditor of the Issuer is Jean-Baptiste Deschryver, 63 rue de Villiers, 92200 Neuilly sur Seine, France which is a member of the *Compagnie régionale des commissaires aux comptes de Versailles*.

## 2.2 What is the key financial information concerning the Issuer?

The following tables show selected key financial information (within the meaning of Delegated Regulation (EU) 2019/979 of the Issuer for the financial year ended 31 December 2021 and 31 December 2022 (all figures are expressed in euros):

### A. Income Statement

	30/06/2021	31/12/2021 (audited)	30/06/2022	31/12/2022 (audited)
Operating profit/loss or another similar measure of financial performance used by the issuer in the financial statements	26,414	74,031	46,311	96,137

### B. Balance sheet for non-equity securities

	30/06/2021	31/12/2021 (audited)	30/06/2022	31/12/2022 (audited)
Net financial debt (long term debt plus short term debt minus cash)	7,594,378,822	7,272,910,432	7,921,872,541	9,058,245,721
Current ratio (current assets/current liabilities)	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Debt to equity ratio (total liabilities/total shareholder equity)	37,769	35,335	39,328	44,164
Interest cover ratio (operating income/interest expense)	Not Applicable	Not Applicable	Not Applicable	Not Applicable

### C. Cash flow statement for non-equity securities

	30/06/2021	31/12/2021 (audited)	30/06/2022	31/12/2022 (audited)
Net Cash flows from operating activities	(549,326,624)	(228,578,420)	(649,352,215)	(1,784,648,545)
Net Cash flows from financing activities	549,639,218	228,170,827	648,962,110	1,785,335,290
Net Cash flow from investing activities	Not Applicable	Not Applicable	Not Applicable	Not Applicable

### D. Qualifications in the audit report

The audit reports do not contain any qualifications with respect to Crédit Agricole CIB FS' historical financial information.

## 2.3 What are the issuer's specific risks?

The following risks have been identified as being significant and specific to the Issuer and of a nature, should they materialise, to have a significant negative impact on its business activity, its financial position and its access to various sources of financing:

- 1) Crédit Agricole CIB FS could suffer losses if a resolution procedure were to be initiated or if the Group's financial situation were to deteriorate significantly; and
- 2) Crédit Agricole CIB FS is highly dependent on Crédit Agricole CIB, its parent company. In addition, Crédit Agricole CIB FS bears a credit risk on Crédit Agricole CIB which is the sole counterparty for Crédit Agricole CIB FS' financial transactions.

## 3. KEY INFORMATION ON THE SECURITIES

### 3.1 What are the main characteristics of securities?

#### A. General

The Notes to be issued by the Issuer are structured notes whose return depends on the performance of a share included in a basket of shares (each, an **Underlying** indexed "i"). Information on the past and future performance of each Underlying(i) will be published on Bloomberg (Bloomberg Ticker : FORTUM FH for FORTUM OYJ and Bloomberg Ticker : KNEBV FH for KONE OYJ-B). The Notes will only be identified by the ISIN Code XS2583064576.

The Notes are denominated in Euro (**EUR**; also the **Specified Currency**) and any interest amount and any redemption amount payable will be in the Specified Currency.

The nominal amount of the Notes offered is up to EUR 4,000,000 represented by 4,000 Notes with a notional amount of EUR 1,000 each (the **Notional Amount**). The issue price is 100.00% of the aggregate nominal amount of the Notes.

The minimum trading size is EUR 1,000 in aggregate nominal amount.

The Notes will be issued on 13 October 2023 (the **Issue Date**) in the form of new global notes - bearer securities.

The maturity date of the Notes will be 15 October 2029 (the **Maturity Date**).

The Notes are governed by English law.

#### B. Ratings

Not applicable, the Notes have not been rated.

#### C. Description of the rights, ranking and restrictions attached to the Notes

**Ranking:** the Notes constitute direct, unsubordinated and guaranteed obligations of the Issuer and rank and will rank *pari passu* among themselves and (subject to certain exceptions established by law) equally with all other unsecured obligations (other than subordinated obligations, if any) of the Issuer, present or future.

**Early Redemption Events:** the terms and conditions of the Notes provide for events triggering the early redemption of the Notes. The Notes will become due and payable upon notice to Investors following the occurrence of any such early redemption event.

**Substitution:** Crédit Agricole S.A. may be substituted by Crédit Agricole CIB as Guarantor with respect to the Notes, upon the joint decision of Crédit Agricole S.A. and Crédit Agricole CIB, without the consent of the holders of the Notes (the **Noteholders**).

#### D. Interest

The interest amount and redemption amount depends on the performance of a share included in a basket of shares.

The Notes may pay a conditional interest amount on each Interest Payment Date specified in the table below.

The investor may benefit from a memory effect, which triggers payment of any previously unpaid interest amounts.

Provided that the Notes have not been early redeemed, if on an **Interest Observation Date** specified in the table below, the **Worst of Performance** is greater than or equal to the relevant **Interest Barrier** (or **IB**, as set out in the table below), the investor will receive on the immediately following **Interest Payment Date**, as specified in the table below, a cash settlement amount per Note in the Specified Currency (an **Interest Amount**) determined by the following formula:

$$\text{Notional Amount} \times \sum_{t=1}^N \text{Fixed Rate}(t)$$

Otherwise, no Interest Amount will be paid.

Where:

**Worst of Performance** means the result of the following formula, expressed as a percentage:

$$\text{Min}_i^N \text{Performance}(i)$$

With,

**N** means the total number of Underlyings(i);

**Performance(i)** means, in respect of each Underlying(i) comprising the Basket, the result of the following formula, expressed as a percentage:

$$\frac{\text{Underlying Value}_{it}}{\text{Underlying Value}_{i1}}$$

**Underlying Value<sub>it</sub>** means the relevant Underlying Value on the relevant Interest Observation Date;

**Underlying Value<sub>it</sub>** means the relevant Underlying Value on 6 October 2023 (the **Initial Observation Date**);

**Underlying Value** means the closing price of the relevant Underlying(i) on the Initial Observation Date or relevant Interest Observation Date, as the case may be;

**Basket** means:

I	Underlying	Underlying Value <sub>it</sub>
1	FORTUM OYJ	-
2	KONE OYJ-B	-

**n** means the number (as set out in the left-hand column “t” of the table below) of the last Interest Payment Date on which an Interest Amount has been paid. If no Interest Amount has been paid prior to the current Interest Payment Date, the value of “n” will be equal to zero; and

**N** means the number (as set out in the left-hand column “t” of the table below) of the relevant Interest Payment Date; and

**Fixed Rate(t)** means the relevant Fixed Rate specified in the table below corresponding to the relevant Interest Payment Date.

<b>t</b>	<b>Interest Observation Date</b>	<b>Interest Payment Date</b>	<b>IB</b>	<b>Fixed Rate</b> (a percentage as determined by the Calculation Agent on or around the Trade Date based on market conditions and which is specified in a notice to be published by the Issuer on or around the Issue Date).
1	08/04/2024	15/04/2024	70.00%	As of the date of these Final Terms, Fixed Rate is indicatively set at 6.00% but may be a lesser or greater amount, provided that it will not be less than 5.00%
2	07/10/2024	14/10/2024	70.00%	As of the date of these Final Terms, Fixed Rate is indicatively set at 6.00% but may be a lesser or greater amount, provided that it will not be less than 5.00%
3	07/04/2025	14/04/2025	70.00%	As of the date of these Final Terms, Fixed Rate is indicatively set at 6.00% but may be a lesser or greater amount, provided that it will not be less than 5.00%
4	06/10/2025	13/10/2025	70.00%	As of the date of these Final Terms, Fixed Rate is indicatively set at 6.00% but may be a lesser or greater amount, provided that it will not be less than 5.00%
5	07/04/2026	14/04/2026	70.00%	As of the date of these Final Terms, Fixed Rate is indicatively set at 6.00% but may be a lesser or greater amount, provided that it will not be less than 5.00%
6	06/10/2026	13/10/2026	70.00%	As of the date of these Final Terms, Fixed Rate is indicatively set at 6.00% but may be a lesser or greater amount, provided that it will not be less than 5.00%
7	06/04/2027	13/04/2027	70.00%	As of the date of these Final Terms, Fixed Rate is indicatively set at 6.00% but may be a lesser or greater amount, provided that it will not be less than 5.00%
8	06/10/2027	13/10/2027	70.00%	As of the date of these Final Terms, Fixed Rate is indicatively set at 6.00% but may be a lesser or greater amount, provided that it will not be less than 5.00%
9	06/04/2028	13/04/2028	70.00%	As of the date of these Final Terms, Fixed Rate is indicatively set at 6.00% but may be a lesser or greater amount, provided that it will not be less than 5.00%
10	06/10/2028	13/10/2028	70.00%	As of the date of these Final Terms, Fixed Rate is indicatively set at 6.00% but may be a lesser or greater amount, provided that it will not be less than 5.00%
11	06/04/2029	13/04/2029	70.00%	As of the date of these Final Terms, Fixed Rate is indicatively set at 6.00% but may be a lesser or greater amount, provided that it will not be less than 5.00%
12	08/10/2029	15/10/2029	70.00%	As of the date of these Final Terms, Fixed Rate is indicatively set at 6.00% but may be a lesser or greater amount, provided that it will not be less than 5.00%

#### E. Redemption

##### Automatic Early Redemption:

Provided that on any **Automatic Early Redemption Observation Date** specified in the table below, the **Worst of Performance** is greater than or equal to the relevant **Early Redemption Barrier** (or **ERB**, as specified in the table below) (an **Automatic Early Redemption Event**), the investor will receive on the immediately following **Automatic Early Redemption Date** specified in the table below a cash settlement amount per Note in the Specified Currency equal to the following Automatic Early Redemption Amount: **Notional Amount x Reference Price**

Where:

**Reference Price** means, in relation to the relevant Automatic Early Redemption Observation Date, the corresponding Reference Price specified in the table below;

**Worst of Performance** means the result of the following formula, expressed as a percentage:

$$\text{Min}_i^N \text{Performance}(i)$$

With,

**N** means the total number of Underlyings(i);

**Performance(i)** means, in respect of each Underlying(i) comprising the Basket, the result of the following formula, expressed as a percentage:

$$\frac{\text{Underlying Value}_i}{\text{Underlying Value}_{1i}}$$

**Underlying Value<sub>ti</sub>** means the relevant Underlying Value on the relevant Automatic Early Redemption Observation Date;

**Underlying Value<sub>ii</sub>** means the relevant Underlying Value on the Initial Observation Date;

**Underlying Value** means the closing price of the relevant Underlying(i) on the Initial Observation Date or relevant Automatic Early Redemption Observation Date, as the case may be; and

**Basket** means:

i	Underlying	Underlying Value <sub>ii</sub>
1	FORTUM OYJ	-
2	KONE OYJ-B	-

t	Automatic Early Redemption Observation Date	Automatic Early Redemption Date	ERB	Reference Price
2	07/10/2024	14/10/2024	100.00%	100.0000%
3	07/04/2025	14/04/2025	100.00%	100.0000%
4	06/10/2025	13/10/2025	100.00%	100.0000%
5	07/04/2026	14/04/2026	100.00%	100.0000%
6	06/10/2026	13/10/2026	100.00%	100.0000%
7	06/04/2027	13/04/2027	100.00%	100.0000%
8	06/10/2027	13/10/2027	100.00%	100.0000%
9	06/04/2028	13/04/2028	100.00%	100.0000%
10	06/10/2028	13/10/2028	100.00%	100.0000%
11	06/04/2029	13/04/2029	100.00%	100.0000%

Final Redemption:

Provided that the Notes have not been early redeemed, the Notes will be redeemed on the Maturity Date. The investor will receive a cash settlement amount per Note in the Specified Currency equal to the following Final Redemption Amount: **Notional Amount x (Reference Price x Redemption Payoff)**

Where:

**Reference Price** means 100.00%, and

**Redemption Payoff** will be calculated as follows:

(i) if **Performance\_FR** is higher than or equal to **FRB1** on the Redemption Observation Date: 100.00%

(ii) otherwise: **Performance\_RA**

With:

**FRB1** means 70.00%

**Performance\_FR** or **Performance\_RA** means Worst of Performance; and

**Worst of Performance** means the result of the following formula, expressed as a percentage:

$$\text{Min}_i^N \text{Performance}(i)$$

With:

**N** means the total number of Underlyings(i);

**Performance(i)** means, in respect of each Underlying(i) comprising the Basket, the result of the following formula, expressed as a percentage:

$$\frac{\text{Underlying Value}_{2i}}{\text{Underlying Value}_{1i}}$$

**Underlying Value<sub>2i</sub>** means the Underlying Value on 8 October 2029 (the **Redemption Observation Date**);

**Underlying Value<sub>1i</sub>** means the relevant Underlying Value on the Initial Observation Date;

**Underlying Value** means the closing price of the relevant Underlying(i) on the Initial Observation Date or the Redemption Observation Date, as the case may be;

**Basket** means:

i	Underlying	Underlying Value <sub>1i</sub>
1	FORTUM OYJ	-
2	KONE OYJ-B	-

Other redemption events:

During the life of the Notes, they may also be redeemed at their fair market value:

- at the hand of the Issuer, following an event of illegality or an event of force majeure or for regulatory or compulsory resales; or
- at the hand of the holders, in the event of an event of default or a tax change giving rise to a withholding tax case and in the event of a FATCA withholding tax case.



The Issuer may at any time redeem Notes on or off the stock exchange at any price agreed with the seller(s), subject to applicable laws and regulations.

### 3.2 Where will the securities be traded?

The Notes are expected to be admitted to trading on or as soon as practicable after the Issue Date, on the Regulated Unofficial Market (Freiverkehr) of the Baden-Württembergische Wertpapierbörse GmbH (Boerse Stuttgart), a regulated market within the meaning of Directive 2014/65/EU of the European Parliament and of the Council of 15 May 2014, as amended.

### 3.3 Are the securities covered by a guarantee?

The issue of the Notes is subject to an independent first demand guarantee granted by Crédit Agricole CIB (the **Guarantor**) in respect of any amount that may be claimed by the holders in respect of the Notes (the **Guarantee**).

The Guarantor is the immediate parent company of the Issuer, in which it holds a 100% interest and consequently controls the Issuer. Crédit Agricole CIB's legal entity identifier (LEI) is 1VUV7VQFKUOQSJ21A208.

The following tables show selected key financial information (within the meaning of Delegated Regulation (EU) 2019/979 as it forms part of domestic law by virtue of the EUWA (**UK Delegated Regulation**)) of the Guarantor for the financial years ending 31 December 2021 and 31 December 2022 (all figures are expressed in millions of euros):

#### A. Income statement for credit institutions

	31/12/2021 (audited)	31/12/2022 (audited)
Net interest income (or equivalent)	3,377	3,828
Net fee and commission income	941	90
Net impairment loss on financial assets	-	-
Net trading income	1,501	1,918
Measure of financial performance used by the issuer in the financial statements such as operating profit	2,218	2,593
Net profit or loss (for consolidated financial statements net profit or loss attributable to equity holders of the parent) (ie. Net income Group share)	1,691	1,838

#### B. Balance sheet for credit institutions

	31/12/2021 (audited)	31/12/2022 (audited)	Value as outcome from the most recent Supervisory Review and Evaluation Process ('SREP') (unaudited)
Total assets	599,721	728,202	Not Applicable
Senior debt	51,768	68,389	Not Applicable
Subordinated debt	4,079	4,293	Not Applicable
Loans and receivables from customers (net)	165,830	179,186	Not Applicable
Deposits from customers	159,578	186,851	Not Applicable
Total equity	26,520	28,378	Not Applicable
Non performing loans (based on gross carrying amount)/Loans and receivables)	1.8%	1.9%	Not Applicable
Phased-in Common Equity Tier 1 capital (CET1) ratio or other relevant prudential capital adequacy ratio depending on the issuance	11.7%	11.6%	7.9%
Phased-in Total Capital Ratio	21.0%	21.9%	12.0%

Leverage Ratio calculated under applicable regulatory framework	4.0%	3.9%	3.0%
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#### C. Qualifications in the audit report

The audit reports do not contain any qualifications with respect to Crédit Agricole CIB's historical financial information.

#### D. Principal risk factors related to the guarantor

Crédit Agricole CIB is mainly exposed to the following categories of risks in the conduct of its business:

- 1) Credit and counterparty risks, which include credit risks on its corporates and financial institutions counterparties, risk on any significant sector or individual concentration, counterparty risk on market transactions, credit risk related to securitization transactions as well as country and sovereign risks;
- 2) Financial risks, which include market risk, risk of change in the value of its securities portfolio, foreign exchange risk, liquidity risk, risk of change in the value of equity investments, and global interest rate risk; and
- 3) Operational risks and associated risks, which include compliance and legal risks and other operational risks including information system security risks;
- 4) Business risks, which include systemic risk (negative impact of adverse economic and financial conditions, as well as changes in laws and regulations) or strategic risk;
- 5) Climate and environmental risk;
- 6) Risks relating to the structure of the Crédit Agricole Group.

### **3.4 What are the main risks specific to securities?**

There are risk factors which are material for the purpose of assessing the risks related to the Notes, including the following:

- 1) The trading price of the Notes may fall in value as rapidly as it may rise and Noteholders may sustain a total loss of their investment;
- 2) The Notes may have no established trading market when issued, and one may never develop. If a market does develop, it may not be very liquid. Illiquidity may have an adverse effect on the market value of the Notes;
- 3) The implementation in France of the EU Bank Recovery and Resolution Directive could materially affect the rights of the Noteholders, the price or value of their investment in the Notes and or the ability of the Guarantor to satisfy its obligations under the Notes;
- 4) French insolvency law could have an adverse impact on Noteholders seeking repayment in the event that the Issuer, the Guarantor or its subsidiaries were to become insolvent and could have a material adverse effect on the market value of the Notes;
- 5) The risk relating to the unsecured nature of the Notes and the Guarantee, the absence of negative pledge and debt restrictions with respect to the Issuer and the Guarantor, all of which could have an adverse effect on the market value of the Notes;
- 6) The optional redemption feature of the Notes might negatively affect the market value of the Notes. The Noteholders may not receive the total amount of the capital invested;
- 7) The Interest Amount, the Automatic Early Redemption Amount and the Final Redemption Amount of the Notes are dependent upon changes in the market value of the Underlying(s), which could adversely affect the market value of the Notes. In addition, the Early Redemption Amount and the Final Redemption Amount may be less than the nominal amount of the Notes and the holders of Notes may lose all or part of the amount of the principal invested;
- 8) An investment in the Notes does not confer any legal or beneficial interest in the Underlying(s) or any voting rights, right to receive dividends or other rights that a holder of the Underlying(s) may have. Potential losses in value of the Notes cannot be compensated by other income; and
- 9) The Notes are not principal protected and investors are exposed to the performance of the Underlying(s); accordingly, they risk losing all or a part of their investment if the value of the Underlying(s) does not move in a positive direction.

## **4. KEY INFORMATION ON THE PUBLIC OFFER OF SECURITIES AND/OR ADMISSION TO TRADING ON A REGULATED MARKET**

### **4.1 Under what conditions and according to what timetable can I invest in this security?**

The Notes are offered for an amount of up to EUR 4,000,000.

The Notes are expected to be admitted to trading on or as soon as practicable after the Issue Date, on the Regulated Unofficial Market (Freiverkehr) of the Baden-Württembergische Wertpapierbörse GmbH (Boerse Stuttgart), a regulated market within the meaning of Directive 2014/65/EU of the European Parliament and of the Council of 15 May 2014, as amended.

The Notes will be offered to eligible counterparties, professional client and/or retail Investors, during an open period from 4 September 2023 to 29 September 2023 (the **Offer Period**) in Finland, subject to (i) the Notes being admitted to trading, if applicable, and (ii) an early closure of the Offer Period in the Issuer's sole and absolute discretion depending on market conditions, as specified below.

Prospective investors may apply to subscribe for Notes during the Offer Period. The Offer Period may be shortened or extended at any time and for any reason. In such case, the Issuer shall give notice to the investors as soon as practicable before the end of the Offer Period by means of a notice published on its website (<http://www.documentation.ca-cib.com/IssuanceProgram>).

Applications for the Notes can be made during the Offer Period through the Distributor (as defined below). The applications can be made in accordance with the Distributor's usual procedures. Prospective investors will not be required to enter into any contractual arrangements directly with the Issuer or the Dealer (as defined below) related to the subscription for the Notes.

A prospective investor will subscribe for Notes in accordance with the arrangements agreed with the Distributor relating to the subscription of securities generally.

The Notes will be available on a delivery versus payment basis. The Notes offered to investors will be issued on the Issue Date against payment by the Distributor, via the Dealer, to the Issuer of the gross subscription moneys. Each such investor will be notified by the Distributor of the settlement arrangements in respect of the Notes at the time of such investor's application.

The Issuer estimates that the Notes will be delivered to the investor's respective book-entry securities account on or around the Issue Date. Applicants will be notified directly by the Distributor of the success of their application. Dealing in the Notes may commence on the Issue Date.

If the subscription for a Note occurs after the closing of the offering, the order will be automatically cancelled and the subscription proceeds will be returned to the relevant investor in accordance with the instructions communicated to Crédit Agricole CIB at the time of the subscription request. Subscription requests for Notes will be received within the limit of the number of Notes available. Subscription orders for Notes may be reduced in the event of oversubscription and any excess proceeds will be returned by Crédit Agricole CIB to the investor. Each Distributor (as defined below) will be paid aggregate commissions equal to a maximum of 5.00% of the aggregate nominal amount of the Notes.

Estimate of the total expenses: EUR 250, including listing costs and excluding regulatory fees where applicable. No expenses will be charged to the investors.

## 4.2 Who is the offeror?

(i) Crédit Agricole CIB (the **Dealer**) and (ii) ALEXANDRIA GROUP OYJ (the **Distributor**), and (iii) any additional financial intermediary appointed by the Issuer and as identified on the website at <https://www.documentation.ca-cib.com/PublicFinalTerm?region=EU> and (iv) any financial intermediaries stating on its website that it uses the prospectus in accordance with the conditions set out under "Retail Cascades" in the Base Prospectus may offer the Notes.

## 4.3 Why is the Prospectus being prepared?

### A. Net Proceeds and Use of Proceeds:

The estimated net proceeds from the issue of the Notes is up to EUR 4,000,000.

The estimated net proceeds will be used for the general financing needs of the Issuer.

### B. Subscription Agreement:

Not applicable - the offer is not the subject of a subscription agreement.

### C. Conflicts of interest:

The Guarantor is also the calculation agent; as a result, conflicts of interest may exist between the calculation agent and the holders of Notes, in particular with respect to certain determinations and determinations that the calculation agent may make pursuant to the Terms and which may affect amounts due under the Notes.

## LIIKKEESEENLASKUKOHTAINEN TIIVISTELMÄ

### 1 JOHDANTO JA VAROITUKSET

Crédit Agricole CIB Financial Solutions (**Crédit Agricole CIB FS** tai **liikkeeseenlaskija**) on osakeyhtiö, jota johtaa hallitus. Yhtiön rekisteröity toimipaikka on osoitteessa 12, place des États-Unis, CS 70052, 92 547 Montrouge Cedex, France. Liikkeeseenlaskijan yhteisötunnus (LEI) on 969500HUIHIE5GG515X42. Liikkeeseenlasketut velkakirjat (**velkakirjat**) ovat strukturoituja velkakirjoja, joiden tuotto määräytyy osakekoriin kuuluvan osakkeen kehityksen perusteella. Velkakirjojen tunnisteenä käytettävä ISIN-koodi on XS2583064576.

Tämä asiakirja on tiivistelmä (**tiivistelmä**) päivitetyn asetuksen (EU) 2017/1129 (**esiteasetus**) mukaisesta esitteestä, ja se on luettava yhdessä:

- 10.5.2023 hyväksytyn ohjelmaesitteen (**ohjelmaesite**) kanssa. Ohjelmaesitteen on hyväksynyt Luxemburgin *Commission de Surveillance du Secteur Financier (CSSF)* -valvontaviranomainen, jonka yhteystiedot ovat 283 route d'Arlon L-1150 Luxembourg, [direction@cssf.lu](mailto:direction@cssf.lu) ja joka on esiteasetusten mukainen toimivaltainen viranomainen. Ohjelmaesitettä täydentävät

- 4.9.2023 päivätyt lopulliset ehdot (**lopulliset ehdot**), jotka yhdessä ohjelmaesitteen kanssa muodostavat esiteasetuksen mukaisen esitteen (**esite**), jolla annetaan tarpeelliset tiedot liikkeeseenlaskijasta ja yleisölle tarjottavista tai säännellyllä markkinalla kaupankäynnin kohteeksi otettavista arvopapereista.

Kaikki tiedot liikkeeseenlaskijasta, takaajasta ja velkakirjojen tarjouksesta ovat saatavilla ainoastaan lukemalla sekä ohjelmaesite että lopulliset ehdot.

#### Varoitukset

Tämä tiivistelmä on luettava esitteen johdantona. Sijoittajan on arvopapereihin liittyvää sijoituspäätöstä tehdessään otettava huomioon esite kokonaisuudessaan, sisältäen ohjelmaesitteen, siihen viittauksina sisällytetyt asiakirjat, siihen kulloinkin tehdyt täydennykset sekä lopulliset ehdot.

Sijoittaja voi menettää liikkeeseenlaskijan liikkeeseen laskemiin velkakirjoihin sijoittamansa pääoman kokonaan tai osittain. Jos tämän esitteen sisältämiin tietoihin liittyvä kanne tulee käsiteltäväksi tuomioistuimessa, kanteen nostanut sijoittaja saattaa kansallisen lainsäädännön mukaan olla velvollinen käännättämään esitteen omalla kustannuksellaan ennen tuomioistuinkäsittelyn alkua.

Siviilioikeudellinen vastuu on yksinomaan henkilöillä, jotka ovat laatineet tiivistelmän, sen käänös mukaan luettuna, mutta vain siinä tapauksessa, että tiivistelmä on harhaanjohtava, epätarkka tai epä johdonmukainen luettuna yhdessä esitteen kanssa, tai että se ei yhdessä esitteen muiden osien kanssa anna keskeisiä tietoja, jotka auttavat velkakirjoihin sijoittamista harkitsevia henkilöitä.

*Olette ostamassa tuotetta, joka ei ole yksinkertainen ja jota saattaa olla vaikea ymmärtää.*

### 2 KESKEISIÄ TIETOJA ARVOPAPEREIDEN LIIKKEESEENLASKIJASTA

#### 2.1 Kuka on arvopapereiden liikkeeseenlaskija?

Crédit Agricole CIB FS on 30.12.2003 Ranskan lain mukaan perustettu osakeyhtiö (*société anonyme*), jota johtaa hallitus. Sen rekisteröintinumero *Registre du Commerce et des Sociétés de Nanterre* -viranomaisen järjestelmässä on SIRET 45142804900014. Yhtiön rekisteröidyn toimipaikan osoite on 12 place des États-Unis, CS 70052, 92 547 Montrouge Cedex, Ranska. Yhtiön LEI-tunnus on 969500HUIHIE5GG515X42.

##### A. Pääasiallinen toiminta

Crédit Agricole CIB FS laskee liikkeeseen velkakirjoja.

##### B. Organisaatorakenne / suurimmat osakkeenomistajat

Crédit Agricole Corporate and Investment Bank (**Crédit Agricole CIB**) yhdessä sen konsolidoitujen tytäryhtiöiden kanssa (**Crédit Agricole CIB Group**) sisältää Crédit Agricole CIB FS:n, joka on Crédit Agricole CIB -yhtiön konsolidoitu tytäryhtiö. Crédit Agricole CIB FS:llä ei ole tytäryhtiöitä. Crédit Agricole CIB, ranskalainen osakeyhtiö, on 99,80 prosentin osakeomistusosuudellaan Crédit Agricole CIB FS:n välitön emoyhtiö ja käyttää määräysvaltaa Crédit Agricole CIB FS -yhtiössä.

##### C. Avainhenkilöt

Liikkeeseenlaskijan hallituksen puheenjohtaja ja toimitusjohtaja on Christine CREMEL.

##### D. Lakisääteiset tilintarkastajat

Crédit Agricole CIB FS -yhtiön lakisääteinen tilintarkastaja on PricewaterhouseCoopers Audit, 63 rue de Villiers, 92200 Neuilly-sur-Seine, Ranska ja se on Ranskan *Compagnie régionale des commissaires aux comptes de Versailles* -liiton jäsen. Liikkeeseenlaskijan varatilintarkastaja on Jean-Baptiste Deschryver, 63 rue de Villiers, 92200 Neuilly sur Seine, Ranska, ja hän on Ranskan *Compagnie régionale des commissaires aux comptes de Versailles* -liiton jäsen.

## 2.2 Mitkä ovat liikkeeseenlaskijaa koskevat keskeiset taloudelliset tiedot?

Seuraavat taulukot sisältävät delegoidussa asetuksessa (EU) 2019/979 tarkoitettuja liikkeeseenlaskijan valikoituja (euromääräisiä) taloudellisia tietoja 31.12.2021 ja 31.12.2022 päättyneiltä tilikausilta:

### A. Tuloslaskelmat

	30.6.2021	31.12.2021 (tilintarkastettu)	30.6.2022	31.12.2022 (tilintarkastettu)
Liikevoitto tai -tappio tai muu vastaava liikkeeseenlaskijan tilinpäätöksessä käyttämä tuloksellisuutta kuvaava luku	26 414	74 031	46 311	96 137

### B. Tase (muut kuin osakesidonnaiset arvopaperit)

	30.6.2021	31.12.2021 (tilintarkastettu)	30.6.2022	31.12.2022 (tilintarkastettu)
Nettorahoitusvelka (pitkäaikainen velka plus lyhytaikainen velka miinus käteinen)	7 594 378 822	7 272 910 432	7 921 872 541	9 058 245 721
Käyttöpääomasuhde (vaihto- ja rahoitusomaisuus/ lyhytaikainen vieras pääoma)	Ei sovellu	Ei sovellu	Ei sovellu	Ei sovellu
Velkaantumisaste (velat / oma pääoma)	37 769	35 335	39 328	44 164
Rahoituskulujen hoitokate (liikevoitto/korkokulut)	Ei sovellu	Ei sovellu	Ei sovellu	Ei sovellu

### C. Rahavirtalaskelma (muut kuin osakesidonnaiset arvopaperit)

	30.6.2021	31.12.2021 (tilintarkastettu)	30.6.2022	31.12.2022 (tilintarkastettu)
Toiminnan nettorahavirta	(549 326 624)	(228 578 420)	(649 352 215)	(1 784 648 545)
Rahoitustoiminnan nettorahavirta	549 639 218	228 170 827	648 962 110	1 785 335 290
Sijoitustoiminnan nettorahavirta	Ei sovellu	Ei sovellu	Ei sovellu	Ei sovellu

### D. Tilintarkastuskertomuksen varaumat

Crédit Agricole CIB FS -yhtiön aiempien tilikausien taloudellisiin tietoihin liittyvät tilintarkastuskertomukset eivät sisällä varaumia.

## 2.3 Mitkä ovat liikkeeseenlaskijaan liittyvät olennaiset riskit?

Seuraavat olennaiset ja liikkeeseenlaskijalle yksilölliset riskit vaikuttavat toteutuessaan olennaisen haitallisesti liikkeeseenlaskijan liiketoimintaan, sen taloudelliseen asemaan ja rahoitusmahdollisuuksiin:

- 1) Crédit Agricole CIB FS voi kärsiä tappiota, jos siihen kohdistuu kriisintarkaisumenettelyä tai jos Crédit Agricole -konsernin taloudellinen asema heikkenee olennaisesti; ja
- 2) Crédit Agricole CIB FS on voimakkaasti riippuvainen sen emoyhtiöstä Crédit Agricole CIB:sta. Crédit Agricole CIB FS kantaa Crédit Agricole CIB:n luottoriskin tämän ollessa Crédit Agricole CIB FS:n ainoa osapuoli rahoitustransakzioissa.

### 3 KESKEISIÄ TIETOJA ARVOPAPEREISTA

#### 3.1 Mitkä ovat arvopapereiden keskeiset ominaisuudet?

##### A. Yleistä

Liikkeeseenlaskijan liikkeeseenlaskemat velkakirjat ovat strukturoituja velkakirjoja, joiden tuotto perustuu osakekoriin kuuluvan osakkeen kehitykseen (kukin **kohde-etuus**, merkitty tunnuksella ”I”). Tietoja kunkin kohde-etuuden(i) historiallisesta ja tulevasta kehityksestä on saatavana Bloombergiltä (Bloomberg Ticker: FORTUM FH kohde-etuudelle FORTUM OYJ, ja Bloomberg Ticker: KNEBV FH kohde-etuudelle KONE OYJ-B). Velkakirjojen ainoa tunnistus on niiden ISIN-koodi XS2583064576.

Velkakirjat ovat euromääräisiä (**EUR tai määritetty valuutta**), ja mahdolliset korkomäärät ja lunastuksen yhteydessä suoritettavat määrät maksetaan määritetyn valuutan määräisinä.

Tarjoukseen sisältyvien velkakirjojen nimellisarvo on 4 000 000 euroa, yhteensä 4 000 velkakirjaa, ja kunkin velkakirjan nimellismäärä on 1 000 euroa (**nimellismäärä**, Notional Amount). Liikkeeseenlaskuhinta on 100,00 % velkakirjojen kokonaisnimellisarvosta.

Pienin kaupankäyntierä on EUR 1 000 kokonaisnimellisarvosta.

Velkakirjat lasketaan liikkeeseen 13.10.2023 (**liikkeeseenlaskupäivä**) new global notes -haltijavelkakirjoina. Niiden erääntymispäivä on 15.10.2029 (**erääntymispäivä**).

Velkakirjoihin sovelletaan Englannin lakia.

##### B. Luottoluokitukset

Ei sovellu. Velkakirjoilla ei ole luottoluokitusta.

##### C. Velkakirjoihin liittyvät oikeudet, etuoikeusasema ja oikeuksien rajoitukset

*Etuoikeusasema:* arvopaperit ovat liikkeeseenlaskijan suorina, etuoikeusasemaltaan ei takasijaisia ja vakuudellisia velvoitteita, jotka ovat ja tulevat olemaan maksunsaantijärjestyksessä (tiettyjä lakisääteisiä poikkeuksia lukuun ottamatta) samassa asemassa liikkeeseenlaskijan kaikkiin muihin nykyisiin ja tuleviin vakuudettomiin (mahdollisia takasijaisia velvoitteita lukuun ottamatta) velvoitteisiin nähden.

*Ennenaikaisen lunastuksen tapahtumat:* Velkakirjojen ehdoissa on määritetty velkakirjojen ennenaikaisen lunastuksen laukaisevat tapahtumat. Tällaisen ennenaikaisen lunastuksen tapahtuman esiintymisen jälkeen velkakirjat erääntyvät maksettaviksi, ja sijoittajille toimitetaan tästä ilmoitus.

*Takaajan korvaaminen:* Crédit Agricole CIB voi korvata Crédit Agricole S.A.:n velkakirjojen takaajana Crédit Agricole S.A.:n ja Crédit Agricole CIB:n yhteisestä päätöksestä ilman velkakirjojen haltijoiden (**velkakirjojen haltijat**) suostumusta.

##### D. Korko

Korkomäärä ja lunastusmäärä ovat riippuvaisia osakekoriin kuuluvan osakkeen kehityksestä.

Velkakirjoille voidaan jokaisena alla olevassa taulukossa määrättynä koronmaksupäivänä maksaa ehdollista korkoa.

Sijoittajat saattavat hyötyä memory-ominaisuudesta, jonka perusteella aikaisemmin maksamattomat korkomäärät erääntyvät maksettaviksi.

Mikäli velkakirjoja ei ole lunastettu ennenaikaisesti ja jos **huonoin kehitys** on alla olevassa taulukossa määritellyn **koron tarkastelupäivänä** suurempi tai yhtä suuri kuin sovellettava **koron raja-arvo** (alla olevassa taulukossa **IB**), sijoittajalle maksetaan välittömästi seuraavana taulukon mukaisena **koronmaksupäivänä** määritetyn valuutan mukainen velkakirjakohtainen käteismäärä (**korkomäärä**), joka määritellään seuraavan kaavan mukaisesti:

$$\text{Notional Amount} \times \sum_{t=n+1}^N \text{Fixed Rate (t)}$$

Muussa tapauksessa korkoa ei makseta.  
Määritelmät:

**Huonoin kehitys** tarkoittaa seuraavan kaavan mukaista tulosta esitettyinä prosenttiosuutena:

$$\text{Min}_i^N \text{Performance}(i)$$

jossa

**N** tarkoittaa kohde-etuuksien(i) kokonaismäärää;

**Performance(i)** tarkoittaa kunkin korissa olevan kohde-etuuden(i) osalta seuraavan kaavan mukaista tulosta esitettyinä prosenttiosuutena:

$$\frac{\text{Underlying Value}_{it}}{\text{Underlying Value}_{1i}}$$

**Underlying Value<sub>it</sub>** (*kohde-etuuden arvo<sub>it</sub>*) tarkoittaa kyseisen kohde-etuuden arvoa soveltuvana koron tarkastelupäivänä;

**Underlying Value<sub>1i</sub>** (*kohde-etuuden arvo<sub>1i</sub>*) tarkoittaa kyseisen kohde-etuuden arvoa 6.10.2023 (alkuperäinen tarkastelupäivä);

**Underlying Value** (*kohde-etuuden arvo*) tarkoittaa kyseisen kohde-etuuden(i) päätöshintaa alkuperäisenä tarkastelupäivänä tai soveltuvana koron tarkastelupäivänä, tapauksen mukaan;

**Kori** tarkoittaa:

i	Kohde-etuus	Kohde-etuuden arvo <sub>1i</sub>
1	FORTUM OYJ	-
2	KONE OYJ-B	-

**n** tarkoittaa alla olevan taulukon vasemmassa sarakkeessa "t" olevaa numeroa, joka on viimeisin koronmaksupäivä jolloin korkomäärä maksettiin sijoittajalle. Jos korkomäärää ei ole maksettu ennen nykyistä koronmaksupäivää, "n" on nolla; ja

**N** tarkoittaa alla olevan taulukon vasemmassa sarakkeessa "t" olevaa numeroa, joka on soveltuva koronmaksupäivä; ja

**Kiinteä korko(t)** tarkoittaa alla olevan taulukon mukaista kyseisenä koronmaksupäivänä sovellettavaa kiinteää korkoa.

t	koron tarkastelupäivä	koronmaksupäivä	IB	kiinteä korko (laskenta-asiamiehen arviolta kaupankäyntipäivänä (Trade Date) määritteleinä prosenttiosuus, joka on riippuvainen markkinatilanteesta ja jonka liikkeeseenlaskija julkaise tiedoksiannossa arviolta liikkeeseenlaskupäivänä)
1	8.4.2024	15.4.2024	70,00 %	Kiinteä korko on näiden lopullisten ehtojen päivämääränä alustavasti 6,00 %, mutta voi olla korkeampi tai matalampi, aina kuitenkin vähintään 5,00 %
2	7.10.2024	14.10.2024	70,00 %	Kiinteä korko on näiden lopullisten ehtojen päivämääränä alustavasti 6,00 %, mutta voi olla korkeampi tai matalampi, aina kuitenkin vähintään 5,00 %
3	7.4.2025	14.4.2025	70,00 %	Kiinteä korko on näiden lopullisten ehtojen päivämääränä alustavasti 6,00 %, mutta voi olla korkeampi tai matalampi, aina kuitenkin vähintään 5,00 %
4	6.10.2025	13.10.2025	70,00 %	Kiinteä korko on näiden lopullisten ehtojen päivämääränä alustavasti 6,00 %, mutta voi olla korkeampi tai matalampi, aina kuitenkin vähintään 5,00 %
5	7.4.2026	14.4.2026	70,00 %	Kiinteä korko on näiden lopullisten ehtojen päivämääränä alustavasti 6,00 %, mutta voi olla korkeampi tai matalampi, aina kuitenkin vähintään 5,00 %
6	6.10.2026	13.10.2026	70,00 %	Kiinteä korko on näiden lopullisten ehtojen päivämääränä alustavasti 6,00 %, mutta voi olla korkeampi tai matalampi,

t	koron tarkastelupäivä	koronmaksupäivä	IB	kiinteä korko (laskenta-asiamiehen arviolta kaupankäyntipäivänä (Trade Date) määrittelemä prosenttiosuus, joka on riippuvainen markkinatilanteesta ja jonka liikkeeseenlaskija julkaise tiedoksiannossa arviolta liikkeeseenlaskupäivänä)
				aina kuitenkin vähintään 5,00 %
7	6.4.2027	13.4.2027	70,00 %	Kiinteä korko on näiden lopullisten ehtojen päivämääränä alustavasti 6,00 %, mutta voi olla korkeampi tai matalampi, aina kuitenkin vähintään 5,00 %
8	6.10.2027	13.10.2027	70,00 %	Kiinteä korko on näiden lopullisten ehtojen päivämääränä alustavasti 6,00 %, mutta voi olla korkeampi tai matalampi, aina kuitenkin vähintään 5,00 %
9	6.4.2028	13.4.2028	70,00 %	Kiinteä korko on näiden lopullisten ehtojen päivämääränä alustavasti 6,00 %, mutta voi olla korkeampi tai matalampi, aina kuitenkin vähintään 5,00 %
10	6.10.2028	13.10.2028	70,00 %	Kiinteä korko on näiden lopullisten ehtojen päivämääränä alustavasti 6,00 %, mutta voi olla korkeampi tai matalampi, aina kuitenkin vähintään 5,00 %
11	6.4.2029	13.4.2029	70,00 %	Kiinteä korko on näiden lopullisten ehtojen päivämääränä alustavasti 6,00 %, mutta voi olla korkeampi tai matalampi, aina kuitenkin vähintään 5,00 %
12	8.10.2029	15.10.2029	70,00 %	Kiinteä korko on näiden lopullisten ehtojen päivämääränä alustavasti 6,00 %, mutta voi olla korkeampi tai matalampi, aina kuitenkin vähintään 5,00 %

#### E. Lunastus

##### Automaattinen ennaikainen lunastus

Jos jonakin alla olevassa taulukossa määritettynä **automaattisen ennaikaisen lunastuksen tarkastelupäivänä huonoin kehitys** on suurempi tai yhtä suuri kuin sovellettava alla olevan taulukon mukainen **ennaikaisen lunastuksen raja-arvo (tai ERB)**, esiintyy **automaattinen ennaikainen lunastustapahtuma** ja sijoittajalle maksetaan välittömästi seuraavana taulukon mukaisena **automaattisen ennaikaisen lunastuksen päivänä** kunkin velkakirjan osalta määritetyn valuutan määräinen käteisselvityssumma, joka on **automaattisen ennaikaisen lunastuksen määrä** ja joka lasketaan seuraavasti:

**nimellismäärä x viitehinta**

Määritelmät:

**Viitehinta** tarkoittaa kyseisen automaattisen ennaikaisen lunastuksen tarkastelupäivän osalta alla olevan taulukon mukaista soveltuvaa viitehintaa;

**Huonoin kehitys** tarkoittaa seuraavan kaavan mukaista tulosta esitettynä prosenttiosuutena:

$$\text{Min}_i^N \text{Performance}(i)$$

jossa:

**N** tarkoittaa kohde-etuksien(i) kokonaismäärää;

**Performance(i)** tarkoittaa kunkin korissa olevan kohde-etuuden(i) osalta seuraavan kaavan mukaista tulosta esitettynä prosenttiosuutena:

$$\frac{\text{Underlying Value}_{2i}}{\text{Underlying Value}_{1i}}$$

**Underlying Value<sub>2i</sub>** (kohde-etuuden arvo<sub>2i</sub>) tarkoittaa kohde-etuuden arvoa 8.10.2029 (**lunastuksen tarkastelupäivänä**);

**Underlying Value<sub>1i</sub>** (kohde-etuuden arvo<sub>1i</sub>) tarkoittaa kohde-etuuden arvoa alkuperäisenä



tarkastelupäivänä;

**Underlying Value** (*kohde-etuuden arvo*) tarkoittaa kohde-etuuden(i) päätöshintaa alkuperäisenä tarkastelupäivänä tai lunastuksen tarkastelupäivänä, tapauksen mukaan, ja

**Kori** tarkoittaa:

i	Kohde-etuus	Kohde-etuuden arvo <sub>ii</sub>
1	FORTUM OYJ	-
2	KONE OYJ-B	-

t	Automaattisen ennaikaisen lunastuksen tarkastelupäivä	Automaattisen ennaikaisen lunastuksen päivä	ERB	viitehintaa
2	7.10.2024	14.10.2024	100,00 %	100,0000 %
3	7.4.2025	14.4.2025	100,00 %	100,0000 %
4	6.10.2025	13.10.2025	100,00 %	100,0000 %
5	7.4.2026	14.4.2026	100,00 %	100,0000 %
6	6.10.2026	13.10.2026	100,00 %	100,0000 %
7	6.4.2027	13.4.2027	100,00 %	100,0000 %
8	6.10.2027	13.10.2027	100,00 %	100,0000 %
9	6.4.2028	13.4.2028	100,00 %	100,0000 %
10	6.10.2028	13.10.2028	100,00 %	100,0000 %
11	6.4.2029	13.4.2029	100,00 %	100,0000 %

Lopullien lunastus:

Jos velkakirjoja ei ole lunastettu ennaikaisesti, ne lunastetaan eräntymispäivänä. Sijoittajalle maksetaan kunkin velkakirjan osalta määritetyn valuutan määräinen käteisselvitysmäärä, lopullinen lunastusmäärä, jonka suuruus lasketaan seuraavasti:

**nimellismäärä x (viitehintaa x lunastustuotto)**

Määritelmät:

**Viitehintaa** tarkoittaa 100,00 %, ja

**Lunastustuotto** lasketaan seuraavan kaavan mukaisesti:

- i. Jos **kehitys\_FR** on lunastuksen tarkastelupäivänä suurempi tai yhtä suuri kuin **FRB1**: 100,00 %:  
**i. 100,00 prosenttia**

- ii. muutoin:

**Kehitys\_RA**

jossa:

**FRB1** on 70,00 %

**Kehitys\_FR** tai **Kehitys\_RA** tarkoittaa huonointaa kehitystä

**Huonoin kehitys** tarkoittaa seuraavan kaavan mukaista tulosta esitettyä prosenttiosuutena:

**Min<sup>N</sup> Performance(i)**

jossa:

**N** tarkoittaa kohde-etuuksien(i) kokonaismäärää;

**Performance(i)** tarkoittaa kunkin korissa olevan kohde-etuuden(i) osalta seuraavan kaavan mukaista tulosta esitettyä prosenttiosuutena:

**Underlying Value<sub>2i</sub>**  
**Underlying Value<sub>1i</sub>**

**Underlying Value<sub>2i</sub>** (*kohde-etuuden arvo<sub>2i</sub>*) tarkoittaa kohde-etuuden arvoa 8.10.2029 (**lunastuksen tarkastelupäivänä**);

**Underlying Value<sub>1i</sub>** (*kohde-etuuden arvo<sub>1i</sub>*) tarkoittaa kohde-etuuden arvoa alkuperäisenä tarkastelupäivänä;

**Underlying Value** (*kohde-etuuden arvo*) tarkoittaa kohde-etuuden(i) päätöshintaa alkuperäisenä tarkastelupäivänä tai lunastuksen tarkastelupäivänä, tapauksen mukaan, ja

**Kori** tarkoittaa:

<b>i</b>	<b>Kohde-etuus</b>	<b>Kohde-etuuden arvo<sub>ii</sub></b>
1	<b>FORTUM OYJ</b>	-
2	<b>KONE OYJ-B</b>	-

#### Muut lunastustapahtumat

Velkakirjat voidaan lunastaa niiden voimassaoloaikana käyvästä markkina-arvosta seuraavissa tapauksissa:

- liikkeeseenlaskijan päätöksestä silloin, jos esiintyy oikeudenvastainen tapahtuma tai force majeure -tapahtuma, tai sääntöjen mukaisen tai pakollisen jälleenmyynnin johdosta, tai
- velkakirjanhaltijoiden toimesta maksuhäiriötapahtuman johdosta tai jos verotuksen muutoksen seurauksena esiintyy lähdeverotapahtuma tai jos esiintyy Yhdysvaltain FATCA-lain piiriin kuuluva lähdeverotapahtuma.

Liikkeeseenlaskija voi milloin tahansa lunastaa velkakirjat pörssissä tai sen ulkopuolella myyjän tai myyjien sopimaan hintaan sovellettavien lakien ja säännösten mukaisesti.

### **3.2 Missä arvopapereilla tullaan käymään kauppaa?**

Velkakirjat on tarkoitus hakea listattaviksi liikkeeseenlaskupäivänä tai mahdollisimman pian sen jälkeen Baden-Württembergische Wertpapierbörse GmbH (Boerse Stuttgart) markkinapaikalle (Regulated Unofficial Market (Freiverkehr)), joka on päivitetyn Euroopan parlamentin ja neuvoston 15.5.2014 annetun direktiivin 2014/65/EU:n mukainen säännelty markkina..

### **3.3 Arvopapereihin liittyvä takaus**

Velkakirjojen liikkeeseenlaskuun liittyy riippumaton ensisijainen (*first demand*) takaus, jonka perusteella Crédit Agricole CIB (**takaaja**) sitoutuu suorittamaan velkakirjojen haltijoille velkakirjoista aiheutuvat erääntyneet määrät (**takaus**). Takaaja on liikkeeseenlaskijan välitön emoyhtiö, jolla on 100 % omistusosuus liikkeeseenlaskijasta ja joka siis on liikkeeseenlaskijan määräysvaltainen osakkeenomistaja. Crédit Agricole CIB:n LEI-tunnus on 1VUV7VQFKUOQSJ21A208.

Seuraavat taulukot sisältävät (delegoidussa asetuksessa (EU) 2019/979 tarkoitettuja ja EUWA:n (UK Delegated Regulationin) implementoimia) takaajan valikoituja euromääräisiä taloudellisia tietoja 31.12.2021 ja 31.12.2022 päättyneiltä tilikausilta.

#### A. Luottolaitosten tuloslaskelma

	<b>31.12.2021</b> <b>(tilintarkastettu)</b>	<b>31.12.2022</b> <b>(tilintarkastettu)</b>
Korkokate (tai vastaava)	3 377	3 828
Nettomääräiset palkkio- ja provisiotuotot	941	90
Nettomääräiset rahoitusvarojen arvonalentumistappiot	-	-
Liiketoiminnan nettotuotot	1 501	1 918
Liikkeeseenlaskijan tilinpäätöksessä käyttämä tuloksellisuutta kuvaava luku, kuten liikevoitto	2 218	2 593
Nettovoitto tai -tappio (konsernitilinpäätöksissä emoyhteisön omistajille kuuluva nettovoitto tai -tappio) (i.e. konsernin nettotuotto)	1 691	1 838

#### B. Luottolaitosten tase

	31.12.2021 (tilintarkastettu)	31.12.2022 (tilintarkastettu)	Viimeisimmän valvojan arviointiprosessin (SREP) tuloksena saatu arvo (ei tilintarkastettu)
Varat yhteensä	599 721	728 202	Ei sovellu
Etuoikeutettu velka	51 768	68 389	Ei sovellu
Etuoikeusasemaltaan huonompi velka	4 079	4 293	Ei sovellu
Lainat ja muut saatavat asiakkailta (netto)	165 830	179 186	Ei sovellu
Talletukset asiakkailta	159 578	186 851	Ei sovellu
Oma pääoma yhteensä	26 520	28 378	Ei sovellu
Järjestämättömät lainat (bruttomääräisen kirjanpitoarvon mukaan) / Lainat ja saatavat	1,8 %	1,9 %	Ei sovellu
Asteittain käyttöönotettu ydinpääomasuhde (CET1) tai muu merkityksellinen vakavaraisuussuhde liikkeeseenlaskusta riippuen	11,7 %	11,6 %	7,9 %
Asteittain käyttöönotettu kokonais-vakavaraisuussuhde	21,0 %	21,9 %	12,0 %
Sovellettavan sääntely- järjestelmän mukaan laskettu vähimmäis-omavaraisuusaste	4,0 %	3,9 %	3,0 %

#### C. Tilintarkastuskertomusten varaumat

Crédit Agricole CIB -yhtiön aiempien tilikausien taloudellisiin tietoihin liittyvät tilintarkastuskertomukset eivät sisällä varaumia.

#### D. Takaajaan liittyvät keskeiset riskit

Crédit Agricole CIB:n liiketoimintaan liittyy pääasiassa seuraavia riskejä:

- 1) Luotto- ja vastapuoliriskit, joihin sisältyy yritysten ja rahoituslaitosten vastapuoliriski, riskit liittyen merkittäviin toimialoihin tai yksittäisiin keskittyimiin, markkinatransaktioiden vastapuoliriskit, luottoriski arvopaperistamistransaktioiden yhteydessä sekä maantieteelliset ja valtiolliset riskit;
- 2) Rahoitusriskit, joita ovat, markkinariski, riski arvopaperiportfolion arvonmuutoksesta, valuuttakurssiriski, likviditeettiriski, riski arvonmuutoksista osakesijoituksissa ja yleinen korkoriski.
- 3) Operatiiviset riskit ja niihin liittyvät riskit, joita ovat compliance ja oikeudelliset riskit sekä muut operatiiviset riskit kuten tietojärjestelmien turvallisuusriskit;
- 4) Liiketoimintariskit, kuten järjestelmäriskit (huonon taloustilanteen negatiiviset vaikutukset, sekä muutokset lainsäädännössä ja sääntelyssä) tai strategiset riskit;
- 5) ilmasto- ja ympäristöriskit
- 6) riskit liittyen Crédit Agricole -konsernin rakenteisiin.

### 3.4 Mitkä ovat arvopapereiden keskeiset riskit?

Velkakirjoihin liittyvän riskin arvioimisen kannalta keskeisiä riskitekijöitä ovat esimerkiksi seuraavat:

- 1) Velkakirjojen kauppahinta saattaa laskea tai nousta nopeasti, ja velkakirjojen haltijat saattavat menettää koko sijoittamansa määrän tai osan siitä.
- 2) Velkakirjoilla ei liikkeeseenlaskuhetkenä ole vakiintuneita jälkimarkkinoita, eikä sellaisia välttämättä synny. Jos jälkimarkkinat syntyvät, niiden likvidiys voi olla heikko, millä saattaa olla haitallinen vaikutus velkakirjojen markkina-arvoon.
- 3) EU:n pankkien elvytys- ja kriisintarkkailudirektiivin mahdollinen täytäntöönpano Ranskassa saattaisi olennaisesti heikentää velkakirjojen haltijoiden oikeuksia, heidän velkakirjoihin tekemänsä sijoituksen hintaa tai arvoa ja/tai takaajan kykyä täyttää näihin velkakirjoihin liittyvät velvoitteensa.
- 4) Ranskan maksukyvyttömyyslainsäädäntö saattaisi vaikuttaa haitallisesti niihin velkakirjojen haltijoihin, jotka vaativat varojensa takaisinmaksua liikkeeseenlaskijan, takaajan tai sen tytäryhtiöiden mahdollisen maksukyvyttömyyden yhteydessä, ja sillä saattaa olla olennainen haitallinen vaikutus velkakirjojen markkina-arvoon.
- 5) Riskit, jotka liittyvät siihen, että velkakirjat ja takaus eivät ole pääomaturvattuja, panttauskiellon puuttumiseen sekä liikkeeseenlaskijan ja takaajan velkavastuiden rajoituksiin ja joilla kaikilla saattaa olla haitallinen vaikutus velkakirjojen markkina-arvoon.
- 6) Velkakirjoihin sisältyvä valinnaisen lunastuksen ominaisuus saattaa vaikuttaa haitallisesti velkakirjojen markkina-arvoon, jolloin velkakirjojen haltijat saattavat menettää osan sijoittamastaan määrästä.
- 7) Velkakirjojen korkomäärä, automaattisen ennaikaisen lunastuksen määrä ja lopullinen lunastusmäärä riippuvat kohde-etuuden markkina-arvon muutoksista, millä saattaa olla haitallinen vaikutus velkakirjojen markkina-arvoon. Lisäksi ennaikaisen lunastuksen määrä ja lopullinen lunastusmäärä saattavat olla pienemmät kuin velkakirjojen nimellisarvo, ja velkakirjojen haltijat saattavat menettää koko sijoittamansa määrän tai osan siitä.
- 8) Velkakirjoihin tehtävä sijoitus ei anna velkakirjojen haltijoille kohde-etuuteen liittyviä laillisia oikeuksia tai oikeuksia siitä syntyviin etuihin eikä siihen liittyvää äänioikeutta, oikeutta osingonmaksuun tai muita oikeuksia, joita kohde-etuuden haltijalla saattaa olla. Mahdollisia velkakirjojen arvon menetyksiä ei voida korvata muilla tuotoilla; ja
- 9) Velkakirjat eivät ole pääomaturvattuja, ja sijoittajiin kohdistuu kohde-etuuden kehitykseen liittyvä riski, mikä tarkoittaa, että jos kohde-etuuden arvo ei kehity positiivisesti, sijoittajat saattavat menettää koko sijoittamansa määrän tai osan siitä.

## **4 KESKEISET TIEDOT ARVOPAPEREIDEN YLEISÖLLE TARJOAMISESTA JA/TAI KAUPANKÄYNNIN KOHTEEKSI SÄÄNNELLYLLÄ MARKKINALLA OTTAMISESTA**

### **4.1 Mitkä ovat arvopapereihin sijoittamisen edellytykset ja aikataulu?**

Velkakirjojen enimmäismäärä on 4 000 000 euroa.

Velkakirjat on tarkoitus hakea listattaviksi liikkeeseenlaskupäivänä tai mahdollisimman pian sen jälkeen Baden-Württembergische Wertpapierbörse GmbH (Boerse Stuttgart) markkinapaikalle (Regulated Unofficial Market (Freiverkehr)), joka on päivitetyn Euroopan parlamentin ja neuvoston 15.5.2014 annetun direktiivin 2014/65/EU:n mukainen säännelty markkina.

Velkakirjoja tarjotaan Suomessa hyväksyttävillä vastapuolille, ammattimaisille sijoittajille ja/tai vähittäissijoittajille 4.9.2023–29.9.2023 välisenä aikana (**tarjousaika**) edellyttäen, että (i) velkakirjat hyväksytään kaupankäynnin kohteeksi (mikäli sovellettavissa), ja (ii) tarjousaika voidaan liikkeeseenlaskijan yksinomaisella päätöksellä päättää ennaikaisesti riippuen markkinatilanteesta alla määritellyn mukaisesti.

Sijoittajat voivat tehdä velkakirjojen merkintähakemuksen tarjousaikana. Tarjousaikaa voidaan lyhentää tai pidentää milloin tahansa ja mistä tahansa syystä. Sellaisessa tapauksessa liikkeeseenlaskija tiedottaa asiasta sijoittajille mahdollisimman pian ennen tarjousajan päättymistä julkaisemalla tiedotteen verkkosivuillaan osoitteessa <http://www.documentation.ca-cib.com/IssuanceProgram>.

Velkakirjojen merkintähakemuksia voi tehdä tarjousaikana jakelijoiden kautta (lisätietoja alla). Merkintähakemuksia voi tehdä noudattamalla jakelijoiden soveltamia menettelyjä. Merkintähakemuksen yhteydessä sijoittajien ei tarvitse tehdä mitään sopimuksia suoraan liikkeeseenlaskijan tai välittäjän kanssa (lisätietoja välittäjistä alla).

Sijoittaja tekee velkakirjojen merkintähakemuksen jakelijoiden kanssa sopimien arvopapereiden merkinnässä yleisesti käytettävien menettelyjen mukaan.

Velkakirjat toimitetaan maksua vastaan. Sijoittajille tarjottavat velkakirjat lasketaan liikkeeseen liikkeeseenlaskupäivänä, kun jakelijat maksavat bruttomerkintämäärät liikkeeseenlaskijalle välittäjän kautta. Jakelijat ilmoittavat velkakirjojen selvitysjärjestelyistä kullekin sijoittajalle merkintähakemuksen tekemisen yhteydessä.

Liikkeeseenlaskijan arvion mukaan velkakirjat toimitetaan sijoittajan arvo-osuustilille liikkeeseenlaskupäivänä tai niillä main. Jakelijat ilmoittavat merkintähakemuksen tehneille suoraan hakemuksen tuloksesta. Kaupankäynti velkakirjoilla voi alkaa liikkeeseenlaskupäivänä.

Jos velkakirjan merkintähakemus tehdään tarjouksen päätyttyä, hakemus peruuntuu automaattisesti ja merkintävarat palautetaan sijoittajalle Crédit Agricole CIB:lle merkintähakemuksen yhteydessä ilmoitettujen ohjeiden mukaan. Velkakirjojen merkintähakemuksia otetaan vastaan niin paljon kuin velkakirjoja on saatavana. Velkakirjojen merkintää voidaan rajoittaa ylimerkinnän yhteydessä, ja Crédit Agricole CIB palauttaa mahdolliset ylimääräiset varat sijoittajalle.

Kullekin jakelijalle (määritelty alla) maksettavien palkkioiden yhteenlaskettu enimmäismäärä on 5,00 % velkakirjojen kokonaisnimellisarvosta.

Arvio kokonaiskuluista: EUR 250 ilman hallinnollisia maksuja, sisältäen kuitenkin listautumiskulut.

Sijoittajilta ei veloiteta mitään kuluja.

#### **4.2 Kuka on tarjoaja?**

(i) Crédit Agricole CIB (**välittäjä**, *Dealer*) ja (ii) Alexandria Group Oyj (**jakelija**, *Distributor*), sekä (iii) mahdollinen muu liikkeeseenlaskijan nimittämä rahoituksen välittäjä, joka ilmoitetaan osoitteessa <https://www.documentation.ca-cib.com/PublicFinalTerm?region=EU> ja (iv) muut rahoituksen välittäjät, jotka ilmoittavat verkkosivuillaan käyttävänsä esitettä sen kohdassa ”Retail Cascades” esitettyjen ehtojen mukaisesti.

#### **4.3 Miksi tämä esite on laadittu?**

##### A. Nettotuotot ja tuottojen käyttötarkoitus

Liikkeeseenlaskun arvioitu nettotuotto on EUR 4 000 000.

Arvioidut nettotuotot käytetään liikkeeseenlaskijan yleisiin rahoitustarpeisiin.

##### B. Merkintäsopimus

Ei sovellu. Tarjoukseen ei liity merkintäsopimusta.

##### C. Eturistiriidat

Takaaja toimii myös laskenta-asiamiehenä, joten laskenta-asiamiehen ja velkakirjojen haltijoiden välille voi syntyä eturistiriitoja, jotka liittyvät etenkin tiettyihin laskenta-asiamiehen lopullisten ehtojen nojalla mahdollisesti tekemiin päätöksiin ja saattavat vaikuttaa velkakirjojen perusteella sijoittajalle maksettaviin määriin.